

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
|-----------------------|-------------------|----------------|-------------------|
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| SETCO Sales Company | | 12/28/2007 | CORPORATION: OHIO |

RECEIVING PARTY DATA

| | |
|-----------------|--|
| Name: | JPMorgan Chase Bank, N.A., individually and as administrative agent and collateral agent for Banks |
| Street Address: | 10 S. Dearborn Street, Floor 34 |
| City: | Chicago |
| State/Country: | ILLINOIS |
| Postal Code: | 60603-2003 |
| Entity Type: | National banking association: UNITED STATES |

PROPERTY NUMBERS Total: 5

| Property Type | Number | Word Mark |
|----------------------|---------|-----------|
| Registration Number: | 2887209 | AIRSHIELD |
| Registration Number: | 0848169 | POPE |
| Registration Number: | 1839224 | SETCO |
| Registration Number: | 3007036 | SMSI |
| Registration Number: | 0882474 | WHITNON |

CORRESPONDENCE DATA

Fax Number: (312)578-6666

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 312/263-3600

Email: maureen.drews@hklaw.com

Correspondent Name: C. Grant McCorkhill

Address Line 1: 131 S. Dearborn Street, 30th Floor

Address Line 2: Holland & Knight LLP

Address Line 4: Chicago, ILLINOIS 60603-2003

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REEL: 003746 FRAME: 0753

| | |
|-------------------------|-----------------------|
| ATTORNEY DOCKET NUMBER: | 88499-23 MADREWS |
| NAME OF SUBMITTER: | C. Grant McCorkhill |
| Signature: | /C. Grant McCorkhill/ |
| Date: | 03/26/2008 |

Total Attachments: 10
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SECURITY INTEREST GRANT
INTELLECTUAL PROPERTY

WHEREAS, SETCO Sales Company, an Ohio corporation, with offices at 5880 Hillside Ave., Cincinnati OH 45233 (the "Grantor") has adopted, used and is using, and holds all right, title and interest in and to the trademarks and service marks listed on the annexed Schedule 1-A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks"); and

WHEREAS, Grantor holds all right, title and interest in and to, the letter patents, design patents and utility patents listed on the annexed Schedule 1-B, which patents are issued or applied for in the United States Patent and Trademark Office (the "Patents"); and

WHEREAS, Grantor, together with its parent Holden Industries, Inc., a Delaware corporation ("Parent") and certain other subsidiaries of Parent, has entered into a Loan and Security Agreement, dated as of December 28, 2007 (as amended, restated, supplemented or otherwise modified from time to time, the "Loan Agreement"), with various lending institutions (such lending institutions, together with their respective successors and assigns, are collectively referred to as the "Banks" and individually as a "Bank"), and JPMorgan Chase Bank, N.A., a national banking association, with offices at 10 South Dearborn Street, Floor 34, Chicago IL 60603-2003, individual as a Bank and as administrative agent and as collateral agent for the Banks (in such capacity, together with any successors and assigns, the "Grantee"); and

WHEREAS, pursuant to the Loan Agreement, the Grantor has granted to the Grantee for the benefit of the Agent and the Banks a continuing security interest in all right, title and interest of the Grantor in, to and under the (a) Trademarks, and the applications and registrations thereof, and (b) under the Patents and the applications and registrations thereof, and all proceeds thereof and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "IP Collateral"), to secure the payment, performance and observance of the Liabilities (as defined in the Loan Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor hereby grants to Grantee, for the benefit of the Agent and the Banks (as such terms are defined in the Loan Agreement), a continuing security interest in the IP Collateral to secure the prompt payment, performance and observance of the Liabilities.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the IP Collateral are more fully set forth in the Loan Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

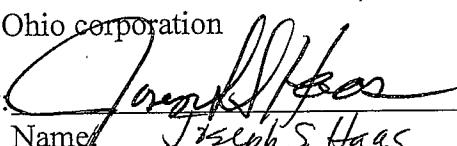
This Agreement shall be construed in accordance with and governed by the laws of the State of Illinois applicable to contracts made and to be performed entirely within such State. Whenever possible, each provision of this Agreement shall be interpreted in such manner as to be effective and valid under applicable law, but if any provision of this Agreement shall be prohibited by or invalid under applicable law, such provision shall be ineffective to the extent of such prohibition or invalidity, without invalidating the remainder of such provision or the remaining provisions of this Agreement.

IN WITNESS WHEREOF, the Grantor has caused this Security Interest Grant Intellectual Property to be duly executed by its officer thereunto duly authorized.

Effective as of December 28, 2007

SETCO SALES COMPANY,
an Ohio corporation

By:



Name: Joseph S. Haas
Title: VP

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STATE OF Illinois

COUNTY OF Lake

On this 8th day of February, 2008, before me personally came Joseph S. Haas, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that s/he is the V.P. of SETCO Sales Company, and that s/he executed the foregoing instrument in the name of SETCO Sales Company, and that s/he had authority to sign the same, and s/he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

(Seal)

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Diane C. Laud
Signature of Notary Public

SCHEDULE 1-A
TRADEMARKS

See schedule that follows.

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Attachment 5A

**SETCO GROUP - Intellectual Property Listing - Trademarks, Tradenames, Servicemarks, Copyrights, Including Pending Applications
(As of 10-12-07)**

| Owner | Description | IP Type: | IP Status: | Country | PTO App # | Filed Date | Registration # | Reg. Date | Exp / Renewal Date |
|---------------------|-------------|-----------|------------|---------------|------------|------------|--|-----------|--------------------|
| SETCO Sales Company | AIRSHIELD | TRADEMARK | Registered | India | 1297707 | | 1297707 | 12/8/2005 | 7/22/2014 |
| SETCO Sales Company | AIRSHIELD | TRADEMARK | Registered | U.S. | 761458,688 | 10/9/2002 | 2,887,209 | 9/21/2004 | |
| SETCO Sales Company | AIRSHIELD | TRADEMARK | Filed | Taiwan | Filed | 7/28/2004 | 83035044 Pending | | |
| SETCO Sales Company | AIRSHIELD | TRADEMARK | Registered | International | 840090 | 7/28/2004 | 7/28/2014 | | |
| SETCO Sales Company | AIRSHIELD | TRADEMARK | Filed | China | Filed | 7/28/2004 | pending 2-3 Yr for decision from 3/29/06 | | |
| SETCO Sales Company | POPE | TRADEMARK | Registered | S. Korea | 832953 | 7/28/2004 | | 832953 | 2/1/2006 |
| SETCO Sales Company | POPE | TRADEMARK | Registered | India | 1297706 | | 12/8/2005 | | 7/22/2014 |
| SETCO Sales Company | POPE | TRADEMARK | Registered | International | 832953 | | 832953 | 7/28/2004 | 7/22/2014 |

SETCO GROUP - Intellectual Property Listing - Trademarks, Tradenames, Servicemarks, Copyrights, Including Pending Applications

(As of 10-12-07)

| Owner | Description | IP Type* | IP Status: | Country | PTO App # | Filed Date | Registration # | Reg. Date | Exp / Renewal Date |
|---------------------|-------------|-----------|------------|--------------------------|-----------------------------|------------|----------------------|------------|--------------------|
| SETCO Sales Company | POPE | TRADEMARK | Registered | China | Filed USPTO REF #: Z1231239 | 7/28/2004 | 832553 | 7/28/2004 | 7/28/2014 |
| SETCO Sales Company | POPE | TRADEMARK | Registered | U.S. | 72267,663 | 3/27/1987 | 848,169 | 4/30/1968 | 4/30/2008 |
| SETCO Sales Company | POPE | TRADEMARK | Registered | Taiwan | 93035043 | 7/26/2004 | 1148088 | 4/16/2005 | 4/15/2015 |
| SETCO Sales Company | SETCO | TRADEMARK | Registered | U.S. | 74291794 | | 1,859,224 | 6/19/1994 | 6/14/2014 |
| SETCO Sales Company | SETCO | TRADEMARK | Registered | United Kingdom (Britain) | | 6/7/1995 | 2023122 | 3/8/1996 | 6/7/2015 |
| SETCO Sales Company | SETCO | TRADEMARK | Registered | Canada | 704395 | | 465329 TMA-465,329CA | 10/25/1996 | 10/25/2011 |
| SETCO Sales Company | SETCO | TRADEMARK | Filed | International | Filed | | 840269 | 7/26/2004 | 7/28/2014 |
| SETCO Sales Company | SETCO | TRADEMARK | Filed | India | 129,895 | | | | 7/28/2014 |

SETCO GROUP - Intellectual Property Listing - Trademarks, Tradenames, Servicemarks, Copyrights, Including Pending Applications
 (As of 10-12-07)

| Owner | Description | IP Type: | IP Status | Country | PTO App # | Filed Date | Registration # | Reg. Date | Exp / Renewal Date |
|---------------------|-------------|-----------|------------|----------|------------|------------|----------------|------------|--------------------|
| SETCO Sales Company | SETCO | TRADEMARK | Registered | S. Korea | 840269 | 5/18/2006 | 840269 | 7/28/2004 | 7/28/2014 |
| SETCO Sales Company | SETCO | TRADEMARK | Filed | China | 840269 | | | | |
| SETCO Sales Company | SETCO | TRADEMARK | Registered | Taiwan | 093035045 | | 1219933 | 7/16/2006 | 6/15/2016 |
| SETCO Sales Company | SMSI | TRADEMARK | Registered | U.S. | 761571,145 | 1/20/2004 | 3,007,036 | 10/18/2005 | 10/18/2015 |
| Whitnon, Inc. | WHITNON | TRADEMARK | Registered | U.S. | 721322,790 | 3/26/1969 | 882,474 | 12/16/1969 | 8/10/2010 |

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SCHEDULE 1- B
PATENTS

See schedule that follows.

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Attachment 5A.3

SETCO GROUP - Intellectual Property Listing - Patents, Including Pending Applications

(As of 10-31-07)

| Owner | Description | IP Status: | Country | PTO App # | Filed Date | Registration # | Reg. Date | Exp / Renewal Date |
|---------------------|--|------------|--------------------------|------------|------------|-----------------|------------|--------------------|
| SETCO Sales Company | Bearing Seal with Uniform Fluid Purge | Granted | U.S. | 08/804,015 | 2/21/1997 | 5,727,095 | 3/10/1998 | 2/24/2007 |
| SETCO Sales Company | Bearing Seal with Uniform Fluid Purge - Canada (based on U.S. Patent App. 08/804,015) | Granted | Canada | 2229669 | 2/16/1998 | 2229669 | 8/27/2002 | 21/6/2018 |
| SETCO Sales Company | Bearing Seal with Uniform Fluid Purge - Continuation Application of U.S. Patent Application 08/804,015 | Granted | U.S. | 08/036,438 | 3/01/1998 | 5,980,115 | 11/09/1999 | 3/08/2018 |
| SETCO Sales Company | Bearing Seal with Uniform Fluid Purge - Continuation In Part of U.S. Patent Application 08/036,438 | Granted | U.S. | 09/934,763 | 9/13/1999 | 6,217,219 | 4/17/2001 | 2/21/2017 |
| SETCO Sales Company | Bearing Seal with Uniform Fluid Purge - European (Based upon U.S. Patent App. 08/804,015) [UK, Germany, France, Italy, Switzerland, Netherlands] | Granted | Germany | 98102008.4 | 2/5/1998 | EP 0 860 637 B1 | 12/05/2001 | 2/05/2018 |
| SETCO Sales Company | Bearing Seal with Uniform Fluid Purge - European (Based upon U.S. Patent App. 08/804,015) [UK, Germany, France, Italy, Switzerland, Netherlands] | Granted | Switzerland | 98102008.4 | 2/5/1998 | EP 0 860 637 B1 | 12/05/2001 | 2/05/2018 |
| SETCO Sales Company | Bearing Seal with Uniform Fluid Purge - European (Based upon U.S. Patent App. 08/804,015) [UK, Germany, France, Italy, Switzerland, Netherlands] | Granted | Italy | 98102008.4 | 2/5/1998 | EP 0 860 637 B1 | 12/05/2001 | 2/05/2018 |
| SETCO Sales Company | Bearing Seal with Uniform Fluid Purge - European (Based upon U.S. Patent App. 08/804,015) [UK, Germany, France, Italy, Switzerland, Netherlands] | Granted | United Kingdom (Britain) | 98102008.4 | 2/5/1998 | EP 0 860 637 B1 | 12/05/2001 | 2/05/2018 |

SETCO GROUP - Intellectual Property Listing - Patents, Including Pending Applications
 (As of 10-31-07)

| Owner | Description | IP Status: | Country | PTO App # | Filed Date | Registration # | Reg. Date | Exp / Renewal Date |
|---------------------|---|------------|-------------|------------|------------|-----------------|-----------|--------------------|
| SETCO Sales Company | Bearing Seal with Uniform Fluid Purge - European (Based upon U.S. Patent App. 08/804,015) [UK, Germany, France, Italy, Switzerland, Netherlands] | Granted | France | 98102008.4 | 2/5/1998 | EP 0 860 637 B1 | 12/5/2001 | 2/5/2018 |
| SETCO Sales Company | Bearing Seal with Uniform Fluid Purge - European (Based upon U.S. Patent App. 08/804,015) [UK, Germany, France, Italy, Switzerland, Netherlands] | Granted | Netherlands | 98102008.4 | 2/5/1998 | EP 0 860 637 B1 | 12/5/2001 | 2/5/2018 |
| SETCO Sales Company | Cartridge-Type Bearing Seal for Machine Tool Spindle | Granted | U.S. | 10/654,811 | 9/4/2003 | 7,090,220 B2 | 8/15/2006 | 9/4/2023 |
| SETCO Sales Company | Protective Plating Process for Machine Spindle Components | Filed | U.S. | 60/824,691 | 8/6/2006 | | | |

RECORDED: 03/26/2008

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